



Entered on Docket
November 09, 2006

Hon. Linda B. Riegle
United States Bankruptcy Judge

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**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re:
USA COMMERCIAL MORTGAGE COMPANY,
Debtor.

Case No. BK-S-06-10725 LBR
Case No. BK-S-06-10726 LBR
Case No. BK-S-06-10727 LBR
Case No. BK-S-06-10728 LBR
Case No. BK-S-06-10729 LBR

In re:
USA CAPITAL REALTY ADVISORS, LLC,
Debtor.

Chapter 11

In re:
USA CAPITAL DIVERSIFIED TRUST DEED FUND,
LLC,
Debtor.

Jointly Administered Under
Case No. BK-S-06-10725 LBR

In re:
USA CAPITAL FIRST TRUST DEED FUND, LLC,
Debtor.

In re:
USA SECURITIES, LLC,
Debtor.

**AMENDED STIPULATION AND ORDER
REGARDING EXTENSION OF TIME TO
ASSUME OR REJECT LEASE WITH
PECOS PROFESSIONAL PARK LIMITED
PARTNERSHIP [AFFECTS USA
COMMERCIAL MORTGAGE COMPANY]**

Affects:
☐ All Debtors
☒ USA Commercial Mortgage Company
☐ USA Securities, LLC
☐ USA Capital Realty Advisors, LLC
☐ USA Capital Diversified Trust Deed Fund, LLC
☐ USA Capital First Trust Deed Fund, LLC

Date: N/A
Time: N/A

USA Commercial Mortgage Company, Debtor and Debtor-in-Possession ("Debtor"), by and through its counsel, Jeanette E. McPherson, Esq. of Schwartzer & McPherson Law Firm, and Pecos Professional Park Limited Partnership, by and through its counsel, Jeffrey R. Sylvester, Esq., hereby stipulate and agree as follows:

WHEREAS the Debtor filed its voluntary petition for relief under Chapter 11 of Title 11 of the United States Bankruptcy Code on April 13, 2006 (the "Petition Date"), and the Debtor continues to operate its business and possess its property as a debtor-in-possession pursuant to Bankruptcy Code §§ 1107 and 1108.

WHEREAS the Debtor is a lessee under an "Office Lease" with Pecos Professional Park Limited Partnership ("Pecos") as the landlord (the "Lease").

WHEREAS under the Lease, the Debtor leases real property located at 4484 South Pecos Road, Las Vegas, Nevada 89121 (the "Premises").

WHEREAS pursuant to an "Amendment To Office Lease," the parties agreed to extend the term of the Lease to October 31, 2010.

WHEREAS due to the status of this bankruptcy case, the Debtor has not made a decision whether to assume or reject the Lease.

WHEREAS the original time to assume or reject the Lease under 11 U.S.C. § 365(d)(4) expired on August 11, 2006.

WHEREAS because the Debtor had not made a decision whether to assume or reject the Lease due to the status of this bankruptcy case, "cause" under § 365(d)(4) existed to extend the time for the Debtor to assume or reject the Lease. As a result, the Debtor and Pecos stipulated and agreed that the Debtor has until November 11, 2006 to assume or reject the Lease.

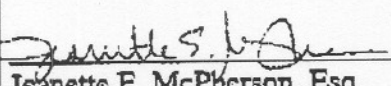
WHEREAS "cause" under § 365(d)(4) exists to extend the time further for the Debtor to assume or reject the Lease due to the status of this bankruptcy case, and Pecos has agreed to extend the time to assume or reject the Lease until the later of either 60 days after entry of an order confirming the Debtor's plan of reorganization or March 30, 2007.

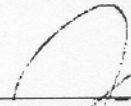
NOW, THEREFORE, in consideration of the foregoing, the Debtor and Pecos agree as follows:

1. The foregoing recitals are true and incorporated herein in full.
2. The time for the Debtor to assume or reject the Lease under 11 U.S.C. § 365(d)(4) is hereby extended to the later of either 60 days after entry of an order confirming the Debtor's plan of reorganization or March 30, 2007.

DATED: November 3, 2006

DATED: November 2, 2006.

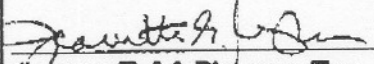

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ORDER

IT IS SO ORDERED.

Submitted By:


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Debtors-in-Possession

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